UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF OHIO WESTERN DIVISION

In re CHEMED CORP.

SECURITIES LITIGATION : Case No. 1:12-cv-28

(Judge Michael R. Barrett)

.

:

CORPORATE DISCLOSURE

STATEMENT

Pursuant to the Corporate Disclosure Statement provisions in Local Civil Rule 7.1.1: Any non-governmental corporate party to a proceeding must file a Corporate Affiliations/Financial Interest statement identifying all of its parent, subsidiary and other affiliate corporations and listing any publicly held company that "controls, is controlled by, or is under common control with a publicly controlled corporation." A party must file the statement upon filing a complaint, answer, motion, response or other pleadings in this Court, whichever occurs first. The obligation to disclose any changes will be continuing throughout the pendency of this case.

In Compliance with those provisions, this Corporate Disclosure Statement is filed on behalf of:

CHEMED CORPORATION

1.	Is said party a parent, subsidiary or other affiliate of a publicly owned corporation?
	YES
	If the answer is YES, list below the identity of the parent, subsidiary or other affiliate corporation and the relationship between it and the named party:

2.	Is there a publicly owned corporation, not a party to the case, that has a financial interest in the outcome?
	YES
	If the answer is YES, list the identity of such corporation and the nature of the financial interest.

Respectfully submitted,

s/ Brian S. Sullivan
Brian S. Sullivan (0040219)
DINSMORE & SHOHL LLP
255 East Fifth Street, Suite 1900
Cincinnati, OH 45202

Phone: 513-977-8200 Facsimile: 513-977-8141

Email: brian.sullivan@dinsmore.com

and

Timothy G. Cameron, Esq. (admitted pro hac vice)
CRAVATH, SWAINE & MOORE LLP
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019

Attorneys for Defendants, Chemed Corp., Kevin Mcnamara, David Williams, and Tim O'Toole

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been duly served upon the following by the Court's CM/ECF Electronic Filing System this 15th day of August, 2012:

Jeffrey S. Goldenberg, Esq. Todd B. Naylor, Esq. GOLDENBERG SCHNEIDER, LPA One West Fourth Street, 18th Floor Cincinnati, Ohio 45202-3604 *Liaison Counsel for the Class* Samuel H. Rudman Evan J. Kaufman ROBBINS GELLER RUDMAN & DOWD LLP 58 South Service Road, Suite 200 Melville, New York 11747

Christopher J. Keller, Esq.
Jonathan Gardner, Esq.
Michael W. Stocker, Esq.
Rachel A. Avan, Esq.
LABATON SUCHAROW LLP
140 Broadway
New York, New York 10005

Co-Lead Counsel for the Class

s/ Brian S. Sullivan